

REF: DLK/L&S/2018-19/2-1

Date: February 12, 2019

To,  
**BSE Limited**  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai-400 001  
**Security Code: BSE - 533146**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400 051.  
**Symbol : NSE - DLINKINDIA**

**Sub: Outcome of the Board Meeting:**

Dear Sir,

Pursuant to Regulations 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Board of Directors at its meeting held today has considered and approved the following;

- 1) Un-audited Financial Results for the quarter and nine months ended 31<sup>st</sup> December, 2018. We enclose herewith the Statement of Un-audited Financial Results along with a copy of the Limited Review Report by the Auditors.
- 2) Re-appointment of Mr. Rajaram Ajgaonkar and Mr. Satish Godbole as Non-Executive and Independent Directors of the Company for a second term of five years commencing from 01.04.2019 to 31.03.2024, subject to passing of necessary special resolution by the shareholders. The details appointment is attached as Annexure A to this letter.
- 3) Amendment to Code of Practices and Procedures for Fair Disclosure and amendments to the Code of Conduct for Prevention of Insider Trading of the Company.

The Board Meeting commenced at 5:30 p.m. and concluded at 9.45 p.m.

Kindly take into record and disseminate the information.

Thanking You,

Yours faithfully,  
For **D-LINK (INDIA) LIMITED**



**SHRINIVAS ADIKESAR**  
**COMPANY SECRETARY**

Details of appointment & term of appointment of directors:

| Details of Events   | Information of such events  |
|---|---|
| Reason for change in directors – (Re-appointment)   | Mr. Rajaram Ajaonkar and Mr. Satish Godbole, Independent Directors were appointed for first term commencing from 01.04.2014 to 31.03.2019 and upon expiring of their first terms as Independent Directors, have been re-appointed as Independent Directors for second term of five years commencing from 01.04.2019 to 31.03.2024 by the Board, subject to passing of special resolution by the Members.  |
| Date of appointment & term of appointment.  | Re-appointment of Mr. Rajaram Ajaonkar and Mr. Satish Godbole. Date of approval of Board for re-appointment-12.02.2019.<br><br>Term of re-appointment : Re-appointment as Independent Directors for second term of five years commencing from 01.04.2019 to 31.03.2024 by the Board, subject to passing of special resolution by the Members.   |
| Relationship between other directors  | None of the above Independent Directors are related to each other and / or otherwise to any other Directors of the Company.   |
| Brief profile   | a) Mr. Rajaram Ajaonkar is a member of Institute of Chartered Accountants of India (ICAI). Currently he is practicing as the member of ICAI for 40 years and has wide industry experience. He also possesses a law graduation from Government Law College, Mumbai.<br><br>b) Mr. Satish Vishnu Godbole possesses the membership from Institute of Chartered Accountants of India (ICAI). He is engaged in the practice as a member of ICAI for 38 years and has specialized in Company Law, Mergers & Amalgamations and FEMA related matters. |
| Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018. | The above Independent Directors are not debarred from holding the Office of Director by virtue of any SEBI Order and / or otherwise such other Authority.   |

*ICA*